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## SURFACE TRANSPORTATION BOARD

Surface Transportation Board  
Office of Proceedings  
395 E Street, SW  
Washington, DC 20423-0001



July 12, 2007

Dear Surface Transportation Board,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 (a) is a copy of a Memorandum of Lease, dated as of July 3, 2007, a primary document as defined in the Board's Rules of Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: The Huntington National Bank  
105 East Fourth Street, Suite 120  
Cincinnati, OH 45202

Lessee: Rail Connection, Inc.  
737 Eleanor Industrial Park  
Eleanor, WV 25070

A description of the railroad equipment covered by the enclosed document is:

(75) JOSX Cars Gondolas: JOSX10380, JOSX10225, JOSX10250, JOSX10525, JOSX10175, JOSX10240, JOSX10395, JOSX10279, JOSX10305, JOSX10374, JOSX10281, JOSX10186, JOSX10327, JOSX2466, JOSX2424, JOSX10167, JOSX10215, JOSX13214, JOSX13195, JOSX10304, JOSX10248, JOSX10217, JOSX13210, JOSX4182, JOSX2470, JOSX10220, JOSX2427, JOSX10377, JOSX10256, JOSX10155, JOSX7256, JOSX3755, JOSX10125, JOSX10268, JOSX10540, JOSX1020, JOSX10385, JOSX10333, JOSX2407, JOSX10337, JOSX10137, JOSX7301, JOSX10522, JOSX10532, JOSX10100, JOSX3720, JOSX4022, JOSX10191, JOSX10259, JOSX2409, JOSX10209, JOSX10290, JOSX10224, JOSX10142, JOSX7307, JOSX10513, JOSX10107, JOSX2452, JOSX10289, JOSX10529, JOSX10509, JOSX10328, JOSX10116, JOSX10360, JOSX7222, JOSX10556, JOSX10394, JOSX10541, JOSX10346, JOSX10369, JOSX2325, JOSX3748, JOSX4177, JOSX10567, JOSX10562

A short summary of the document to appear in the index is:

Memorandum of Lease.



Also enclosed is a check in the amount of \$35.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

If you have any questions, please don't hesitate to call.

Sincerely,

A handwritten signature in cursive script that reads 'Shari A. Lienen'.

**Shari A. Lienen**  
Sales Coordinator  
105 East Fourth Street  
Suite 120 (CN01)  
Cincinnati, OH 45202  
Phone: 513-639-3003  
Fax: 877-343-5676  
[Shari.liening@huntington.com](mailto:Shari.liening@huntington.com)

**U S PATRIOT ACT DISCLOSURE NOTICE IMPORTANT INFORMATION ABOUT PROCEDURES FOR OPENING A NEW ACCOUNT**  
To help the government fight the funding of terrorism and moneylaundering activities, Federal law requires all financial institutions to obtain, verify, and record information that identifies each person who opens an account. What this means for you is that When you open an account, we will ask for your name, address, date of birth, and other information that will allow us to identify you. We may also ask to see your driver's license or other identifying documents.

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## MEMORANDUM OF LEASE

## SURFACE TRANSPORTATION BOARD

- 1) Pursuant to that certain Master Lease Agreement dated October 16, 2006 and the related Financing Lease Schedule No. 6243.05 dated July 3, 2007 (collectively, the "Lease Agreement"), has leased to the Lessee the railroad cars identified on Exhibit A attached hereto and made a part hereof (the "Cars") Said lease of the Cars is referred to hereinafter as the "Lease"
- 2) The addresses of the parties are as follows
 

Lessor      **The Huntington National Bank**  
Equipment Finance Division  
105 East Fourth Street, Suite 120  
Cincinnati, OH 45202

Lessee:      **Rail Connection, Inc.**  
737 Eleanor Industrial Park  
Eleanor, WV 25070
- 3) The term of the Lease is five years commencing on July 3, 2007 and will expired on July 3, 2012 unless otherwise extended or amended by the parties
- 4) The terms and provisions of the Lease are more particularly set forth in the Lease Agreement
- 5) This Memorandum of Lease may be executed in any number of counterparts, each of which is so executed shall be deemed to be an original, and such counterparts together shall constitute but one and the same document, which may be evidenced by any such signed counterpart

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum to be executed as of  
July 5, 2007

The Huntington National Bank

By: [Signature]  
 Name Shari A. Liening  
 Title Sales Coordinator

State of Ohio, County of Hamilton

On 7/5/07 before me personally appeared Shari Liening, to me personally know who being by me duly sworn says that his is Sales Coordinator of the Huntington National Bank, and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation



**DARLENE WILLIAMS**  
 Notary Public, State of Ohio  
 My Commission Expires 05-13-09

[Signature]  
 Notary Public  
 My commission expires

RAIL CONNECTION, INC.

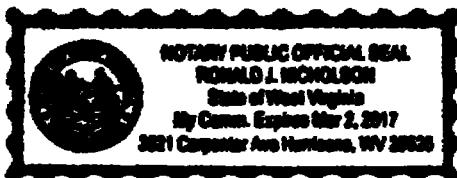
By: [Signature]  
 Name Warren K. Higginbotham  
 Title V.P.

State of West Virginia, County of Putnam

On July 5th 2007 before me personally appeared Warren K. Higginbotham, to me personally know, who being by my duly sworn says that he is V.P. of Rail Connection, Inc. and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation

[Signature]  
 Notary Public  
 My commission expires

March 2nd 2017





**EXHIBIT A  
DESCRIPTION OF RAILCARS**

This is Exhibit A to the Memorandum of Lease dated July 3, 2007 between The Huntington National Bank as Lessor and Rail Connection, Inc. as Lessee

**Quantity of Cars:**                      Seventy-five (75)

**Description of Cars:**                      Gondolas

JOSX10380, JOSX10225, JOSX10250, JOSX10525, JOSX10175, JOSX10240, JOSX10395, JOSX10279, JOSX10305, JOSX10374, JOSX10281, JOSX10186, JOSX10327, JOSX2466, JOSX2424, JOSX10167, JOSX10215, JOSX13214, JOSX13195, JOSX10304, JOSX10248, JOSX10217, JOSX13210, JOSX4182, JOSX2470, JOSX10220, JOSX2427, JOSX10377, JOSX10256, JOSX10155, JOSX7256, JOSX3755, JOSX10125, JOSX10268, JOSX10540, JOSX1020, JOSX10385, JOSX10333, JOSX2407, JOSX10337, JOSX10137, JOSX7301, JOSX10522, JOSX10532, JOSX10100, JOSX3720, JOSX4022, JOSX10191, JOSX10259, JOSX2409, JOSX10209, JOSX10290, JOSX10224, JOSX10142, JOSX7307, JOSX10513, JOSX10107, JOSX2452, JOSX10289, JOSX10529, JOSX10509, JOSX10328, JOSX10116, JOSX10360, JOSX7222, JOSX10556, JOSX10394, JOSX10541, JOSX10346, JOSX10369, JOSX2325, JOSX3748, JOSX4177, JOSX10567, JOSX10562